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Counsel to certain members of the Delphi Trade Committee

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
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**VERIFIED SECOND AMENDED STATEMENT OF KASOWITZ, BENSON, TORRES
& FRIEDMAN LLP PURSUANT TO BANKRUPTCY RULE 2019(a)**

Kasowitz, Benson, Torres & Friedman LLP (“KBT&F”), submits this verified second amended statement (“Verified Statement”) pursuant to Federal Rule of Bankruptcy Procedure 2019(a), and states as follows:

1. KBT&F has been retained as counsel to the following entities (the “Trade Creditors”) in connection with the chapter 11 cases of the above-captioned jointly administered debtors (the “Debtors”) pursuant to an executed retention agreement that is privileged and confidential pursuant to, among other things, the attorney-client privilege:

- Argo Partners, Inc., which has an address of 12 West 37th Street, 9th Floor New York, NY 10018;
- ASM Capital, which was an address of 7600 Jericho Turnpike -Suite 302, Woodbury, NY 11797;
- Avenue Capital Management, LLC, which has an address of 535 Madison Avenue, 15th Floor, New York, NY 10022;

- Contrarian Capital Management, L.L.C., which has an address of 411 W. Putnam Avenue, Suite 225, Greenwich, CT 06830;
- Hain Capital Group, which has an address of Meadows Office Complex, 301 Route 17, 6th Floor, Rutherford, NJ 07070;
- King Street Capital Management, L.L.C., as Investment Manager to King Street Capital, Ltd., King Street Capital, L.P. and King Street Institutional, Ltd., which has an address of 65 East 55th Street, 30th Floor, New York, NY 10022;
- Longacre Fund Management, LLC, which has an address of 810 Seventh Avenue, 22nd Floor, New York, NY 10019; and
- Sierra Liquidity Fund, LLC, which has an address of 2699 White Road, Suite 255, Irvine, CA 92614.

2. In addition, Bear Stearns Investment Products Inc., JPMorgan Securities, Inc. and Special Situations Investing Group, Inc. (the “Additional Trade Creditors” and, together with the Trade Creditors, the “Delphi Trade Committee”) have retained Ropes & Gray LLP (“R&G”) as counsel to represent them in connection with certain matters related to the Debtors’ chapter 11 cases.

3. The Trade Creditors and Additional Trade Creditors are the members of the Delphi Trade Committee. KBT&F and R&G have been retained, each on behalf of their respective clients, together to represent the Delphi Trade Committee as counsel in connection with the Debtors’ chapter 11 cases, including to address the treatment of holders of trade claims during the Debtors’ chapter 11 cases, and ultimately, in any proposed plan of reorganization. Although the Delphi Trade Committee as a committee does not own any claims against the Debtors, collectively, the Trade Creditors own approximately \$132 million of trade claims against certain of Delphi Corporation’s subsidiaries and affiliates and collectively the members of the Delphi Trade Committee currently hold approximately \$213 million of trade claims against certain of Delphi Corporation’s subsidiaries and affiliates, which were acquired by the members of the Delphi Trade Committee after the commencement of the Debtors’ chapter 11 cases. Set forth below is the approximate amount of trade claims owned by the

members of the Delphi Trade Committee against each Debtor.¹ By setting forth such information herein, KBT&F, the Delphi Trade Committee and each member thereof do not waive any arguments as to the exact Debtor as to which any trade claim is properly asserted and reserve all of their rights in connection therewith.

Debtor	Approximate Total Face Amount
Delphi Automotive Systems LLC	\$205,000,000
Delphi Mechatronic Systems, Inc.	\$1,200,000
ASEC Manufacturing General Partnership	\$100,000
ASEC Sales General Partnership	\$3,600,000
Delphi Diesel Systems Corp.	\$300,000
Delphi Medical Systems Colorado Corp.	\$1,100,000
Delphi Connections Systems Corp.	\$100,000
Delphi Technologies, Inc.	\$800,000
Delphi Medical Systems Texas Corp.	\$100,000

4. Upon information and belief formed after due inquiry, KBT&F does not own any claims against or equity interests in the Debtors.

5. This amended Verified Statement amends in its entirety KBT&F's Verified Rule 2019 Statement dated August 16, 2006 and KBT&F's Verified Amended Rule 2019 Statement dated August 29, 2006.

¹ Please note that each Debtor against whom the members of the Delphi Trade Committee collectively own less than \$50,000 in trade claims have been omitted from this list.

6. KBT&F reserves the right to revise, to supplement, and to amend this Verified Statement.

Dated: New York, New York
October 18, 2006

KASOWITZ, BENSON, TORRES
& FRIEDMAN LLP

/s/ David S. Rosner

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